

In the Specification

On page 1, line 8, after "March 17, 1998," insert ---which claims the benefit of U.S.

B1 Provisional Application No. 60/040,836, filed on March 19, 1997,---

Replace present pages 25-27 with substitute pages 25-27/1 enclosed with this Amendment. In the compounds listed on present pages 25-27 of the specification, the numbers "1", "2", "3" and "4" in the terms "N1", "N2", "N3", and "N4", respectively, are redundant. Therefore, Applicants have submitted substitute pages 25-27/1 to correct this error. Applicants have cancelled Claim 9 and redrafted it as Claim 46 to correct a similar redundancy in Claim 9.

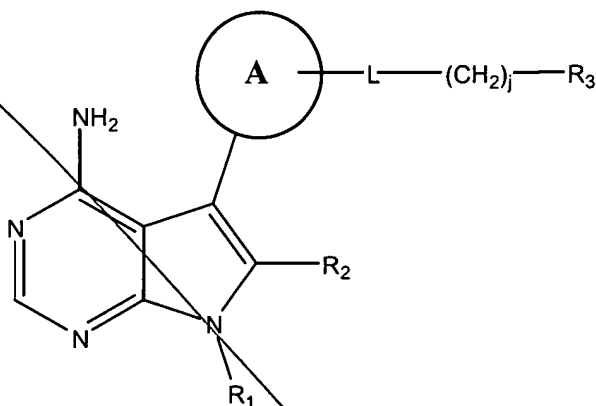
On present pages 175-214, the double bond between the S and the O of the structures did not print properly. Applicants submit herewith substitute sheets 175-214/9 to replace original pages 175-214 to correct this error.

Replace present pages 175-214 with substituted pages 175-214/9 enclosed with this Amendment.

In the Claims

Cancel Claim 9. Amend Claims 1, 4 and 11 as follows:

- B2* 1. (Amended) A compound represented by the following structural formula:



B2
Sub
C1
[and] or pharmaceutically acceptable salts thereof, wherein:

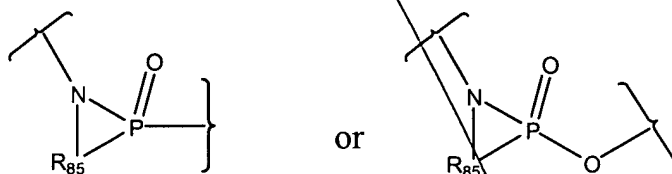
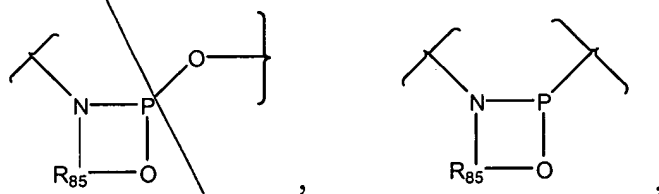
Ring A is a six membered aromatic ring or a five or six membered heteroaromatic ring which is optionally substituted with one or more substituents selected from the group consisting of a substituted or unsubstituted aliphatic group, a halogen, a substituted or unsubstituted aromatic group, substituted or unsubstituted heteroaromatic group, substituted or unsubstituted cycloalkyl, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted aralkyl, substituted or unsubstituted heteroaralkyl, cyano, nitro, $-NR_4R_5$, $-C(O)_2H$, $-OH$, a substituted or unsubstituted alkoxycarbonyl, $-C(O)_2$ -haloalkyl, a substituted or unsubstituted alkylthio ether, a substituted or unsubstituted alkylsulfoxide, a substituted or unsubstituted alkylsulfone, a substituted or unsubstituted arylthio ether, a substituted or unsubstituted arylsulfoxide, a substituted or unsubstituted arylsulfone, a substituted or unsubstituted alkyl carbonyl, $-C(O)$ -haloalkyl, a substituted or unsubstituted aliphatic ether, a substituted or unsubstituted aromatic ether, a substituted or unsubstituted carboxamido, tetrazolyl, trifluoromethylsulphonamido, trifluoromethylcarbonylamino, a substituted or unsubstituted alkynyl, a substituted or unsubstituted alkyl amido or alkylcarboxamido; a substituted or unsubstituted aryl amido or arylcarboxamido, a substituted or unsubstituted styryl and a substituted or unsubstituted aralkyl amido or aralkylcarboxamido;

L is $-O-$; $-S-$; $-S(O)-$; $-S(O)_2-$; $-N(R)-$; $-N(C(O)OR)-$; $-N(C(O)R)-$; $-N(SO_2R)-$; $-CH_2O-$; $-CH_2S-$; $-CH_2N(R)-$; $-CH(NR)-$; $-CH_2N(C(O)R)-$; $-CH_2N(C(O)OR)-$; $-CH_2N(SO_2R)-$; $-CH(NHR)-$; $-CH(NHC(O)R)-$; $-CH(NHSO_2R)-$; $-CH(NHC(O)OR)-$; $-CH(OC(O)R)-$; $-CH(OC(O)NHR)-$; $-CH=CH-$; $-C(=NOR)-$; $-C(O)-$; $-CH(OR)-$; $-C(O)N(R)-$; $-N(R)C(O)-$; $-NHC(O)R_{130}$; $-N(R)S(O)-$; $-N(R)S(O)_2-$; $-NHSO_2R_{130}$; $-OC(O)N(R)-$; $-N(R)C(O)N(R)-$; $-NRC(O)O-$; $-S(O)N(R)-$; $-S(O)_2N(R)-$; $-N(C(O)R)S(O)-$; $-N(C(O)R)S(O)_2-$; $-N(R)S(O)N(R)-$; $-N(R)S(O)_2N(R)-$; $-C(O)N(R)C(O)-$; $-S(O)N(R)C(O)-$; $-S(O)_2N(R)C(O)-$; $-OS(O)N(R)-$; $-OS(O)_2N(R)-$; $-N(R)S(O)O-$; $-N(R)S(O)_2O-$; $-N(R)S(O)C(O)-$; $-N(R)S(O)_2C(O)-$; $-SON(C(O)R)-$; $-SO_2N(C(O)R)-$; $-N(R)SON(R)-$; $-N(R)SO_2N(R)-$; $-C(O)O-$; $-N(R)P(OR')O-$; $-N(R)P(OR')-$; $-N(R)P(O)(OR')O-$; $-N(R)P(O)(OR')-$; $-N(C(O)R)P(OR')O-$; $-N(C(O)R)P(OR')-$; $-N(C(O)R)P(O)(OR')O-$ or $-N(C(O)R)P(OR')-$, wherein R and R' are each, independently, -H, an acyl group, a

~~substituted or unsubstituted aliphatic group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted heteroaromatic group, or a substituted or unsubstituted cycloalkyl group and R_{130} is an aliphatic group; or~~

~~L is $-R_bN(R)S(O)_2-$, $-R_bN(R)P(O)-$, or $-R_bN(R)P(O)O-$, wherein R_b is an alkylene group which when taken together with the sulphonamide, phosphinamide, or phosphonamide group to which it is bound forms a five or six membered ring fused to ring A; or~~

~~L is represented by one of the following structural formulas:~~



wherein R_{85} taken together with the phosphinamide, or phosphonamide is a 5-, 6-,

or 7-membered, aromatic, heteroaromatic or heterocycloalkyl ring system;

R_1 is -H, 2-phenyl-1,3-dioxan-5-yl, a C1-C6 alkyl group, a C3-C8 cycloalkyl group, a C5-C7 cycloalkenyl group or an optionally substituted phen(C1-C6 alkyl) group, wherein the alkyl, cycloalkyl and cycloalkenyl groups are optionally substituted by one or more groups of formula $-OR^a$; provided that $-OR^a$ is not located on the carbon attached to nitrogen;

R^a is -H or a C1-C6 alkyl group or a C3-C6 cycloalkyl;

R_2 is -H, a substituted or unsubstituted aliphatic group, a substituted or unsubstituted cycloalkyl, a halogen, -OH, cyano, a substituted or unsubstituted aromatic group, a substituted or unsubstituted heteroaromatic group, a substituted or unsubstituted heterocycloalkyl, a substituted or unsubstituted aralkyl, a substituted or unsubstituted heteroaralkyl, $-NR_4R_5$, or $-C(O)NR_4R_5$;

R_3 is a substituted or unsubstituted cycloalkyl, a substituted or unsubstituted aromatic group, a substituted or unsubstituted heteroaromatic group, or a substituted or unsubstituted heterocycloalkyl; or L is NR_4SO_2 -, $NRC(O)$ -, $-NRC(O)O$ -, $-S(O)_2NR$ -, $-C(O)NR$ - or $-OC(O)NR$ -, and R_3 is substituted or unsubstituted alkyl, substituted or unsubstituted alkenyl or substituted or unsubstituted aralkyl;

provided that j is 0 when L is $-CH_2NR$ -, $-C(O)NR$ - or $-NRC(O)$ - and R_3 is azacycloalkyl or azaheteroaryl; and

provided that j is 0 when L is $-O$ - and R_3 is phenyl;

R_4 , R_5 and the nitrogen atom together form a 3, 4, 5, 6 or 7-membered, substituted or unsubstituted heterocycloalkyl, substituted or unsubstituted heterobicycloalkyl or a substituted or unsubstituted heteroaromatic; or

R_4 and R_5 are each, independently, -H, azabicycloalkyl, a substituted or unsubstituted alkyl group or Y-Z;

Y is selected from the group consisting of $-C(O)$ -, $-(CH_2)_p$ -, $-S(O)_2$ -, $-C(O)O$ -, $-SO_2NH$ -, $-CONH$ -, $(CH_2)_pO$ -, $-(CH_2)_pNH$ -, $-(CH_2)_pS$ -, $-(CH_2)_pS(O)$ -, and $-(CH_2)_pS(O)_2$ -;

p is an integer from 0 to 6;